

**MILWAUKEE CHAPTER**  
**BYLAWS & STANDING RULES**

**May 2010**

**Milwaukee Chapter  
International Association of Administrative Professionals®**

**BYLAWS**

**ARTICLE I - NAME AND LOCATION**

The name of this Chapter shall be Milwaukee Chapter of International Association of Administrative Professionals®. It shall be located in Milwaukee, Wisconsin.

**ARTICLE II - MEMBERSHIP AND DUES**

A. Membership

There shall be four classifications of membership as provided in the International Bylaws Article VI. Associate members shall have all the rights and privileges of Professional members except they shall not serve as a member of the Chapter Board of Directors.

B. Dues

Annual dues for this Chapter shall be:

Professional Member	\$25.00
Professional-Merited Member	10.00
Student Member	10.00
Associated Member	Amount set by International Board of Directors

C. Fiscal Year

The Milwaukee Chapter of IAAP fiscal year shall be July 1 through June 30.

**ARTICLE III - OFFICERS, QUALIFICATIONS, NOMINATION AND ELECTION, TERM AND DUTIES**

**Section 1. Officers**

The Chapter officers shall be a President, Vice President, Secretary, and Treasurer.

## **Section 2. Qualifications**

- A. A candidate for the office of President shall have been a Professional or Professional-Merited member for at least two years immediately prior to the time of nomination and shall have served as a Chapter Officer. A candidate for any other Chapter office shall preferably have been a Professional or Professional-Merited member for at least one year immediately prior to the time of nomination and shall have preferably served as a Standing Committee Chairman.
- B. No member shall hold more than one Chapter office at a time. No member shall hold a Division or International office or Chairmanship while serving as a Chapter officer, except to allow for normal overlap in difference of installation time.

## **Section 3. Nomination and Election**

- A. At the regular membership annual meeting in May, provided the slate of candidates shall have been communicated to the members at least ten days prior to the meeting date or have been read at the previous regular meeting, the Nominating Committee shall submit to the members a slate of one or more candidates for each office.
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- B. Nominations may also be made from the floor at the May meeting, provided the member has consented to serve if elected and provided that the qualifications and supporting documents have been submitted through the Nominations Committee, to ensure the candidate meets all qualifications, prior to the nomination being made. Nominations from the floor must receive two (2) seconds.
- C. Officers shall be elected by official ballots cast at the May Meeting, except that if there is one candidate for each office, the officers may be elected viva voce.

## **Section 4. Term of Office**

- A. The term of office shall begin July 1 and shall be for one year or until successors are elected.
- B. Officers shall serve no more than two consecutive terms in the same office. In the event of an emergency situation, the term may be extended to three years in the same office based on the recommendation of the Nominating Committee and Board approval.

## **Section 5. Duties**

Chapter officers shall be obligated to uphold and represent the interest of IAAP and the profession as a whole.

- A. The **President** shall:

1. Perform the duties prescribed by these Bylaws and by the Parliamentary Authority adopted by IAAP.
2. Preside at all meetings of the Chapter and the Board of Directors.
3. Prior to the regular Board of Directors meeting held in June:
  - a. Appoint the chairmen of all Standing and Special Committees, with the exception of the Nominating and Tellers Committees.
  - b. Appoint a member of the Chapter to act as Parliamentary Advisor who shall, upon appointment, be a non-voting member of the Board of Directors.
  - c. Appoint an Assistant Treasurer, if deemed necessary, to work with the Treasurer, to be a non-voting member of the Board of Directors, unless assuming the duties of Treasurer.
4. Be a member ex-officio of all committees except the Nominating Committee and the Tellers Committee.
5. Approve all bills to be paid by the Treasurer.
6. Countersign checks drawn on the Chapter's account. President shall be bonded with premiums paid from Chapter funds. May not countersign any check made payable to the President; any such checks must be countersigned by the Treasurer and Secretary.
7. Be well versed with International Bylaws and Standing Rules, Division Bylaws and Standing Rules, and Chapter Bylaws, Standing Rules and Procedures.
8. Keep the membership informed as to IAAP official communications.
9. Perform such other duties as may be assigned by the Board of Directors, the Chapter or as prescribed by the Chapter Procedures Manual for Officers and Committee Chairs.

B. The **Vice President** shall:

1. Assist the President in all ways.
2. Assume the duties and powers of the presidency in the absence of the President.
3. With the assistance of the Treasurer, and any other member(s), prepare a complete roster of all members. Furnish a copy to all officers and chairs and make copies available to all members.
4. Notify the membership of all meetings as directed by the President.
5. In the event of a vacancy in the office of President, succeed to the office for the unexpired term.
6. Act as Chapter Historian, maintaining a permanent record of the activities of the Chapter in both scrapbook and written form.
7. Perform such other duties as may be assigned by the Board of Directors, the Chapter, or as prescribed by the Chapter Procedure Manual for Officers.

C. The **Secretary** shall:

1. Keep the minutes of all Chapter and Board of Director meetings and such other meetings as may be called.
2. Have available at all meetings up-to-date copies of the International, Division, and Chapter Bylaws, Standing Rules and Procedures.
3. Conduct the correspondence of the Chapter in accordance with the direction of the President and/or the Board of Directors.
4. Countersign checks drawn on the Chapter's account. The Secretary shall be bonded with premiums paid from Chapter funds. May not countersign any check made payable to the Secretary; any such checks must be countersigned by the President and the Treasurer.
5. Perform such other duties as may be assigned by the Board of Directors, the Chapter, or as prescribed the Chapter Procedure Manual for Officers.

E. The **Treasurer** shall:

1. Collect and deposit all monies belonging to this Chapter and disburse such funds only upon approval of the President and/or the Board of Directors.
2. Be bonded with premiums paid from Chapter funds.
3. Pay all approved bills promptly by check countersigned by the President or Secretary. May not countersign any check made payable to the Treasurer; any such checks must be countersigned by the President and the Secretary.
4. Collect and forward to International Headquarters and Division, all New Member and Reinstated Member Dues as soon as received.
5. Keep an itemized account of all receipts and disbursements on a monthly basis and prepare a written monthly report.
6. Have custody of the Chapter Charter (retained in Chapter Safe Deposit Box), and other official documents.
7. Perform such other duties as may be assigned by the Board of Directors, the Chapter, or as prescribed by the Chapter Procedure Manual for Officers.

## **Section 6. Officer Contact**

Officer contact for committees shall be as follows:

### President and/or Vice President

- a. Bylaws & Standing Rules
- b. Program
- c. Education

### Secretary

- a. Bulletin
- b. Public Relations

### Treasurer

- a. Fundraising
- b. Membership

## **Section 7. Vacancy**

In the event of a vacancy in the office of President, the Vice President shall succeed to that office for the unexpired term. A vacancy in any other office shall be filled for the unexpired term by appointment from the membership of the Chapter by the Chapter Board of Directors.

## **Section 8. Removal from Office**

The Board of Directors may, by a three-fourths vote of its membership, remove any officer for misconduct or neglect of duty. The Board of Directors shall request the resignation of such officer from the respective office. If such resignation is not received by the Board of Directors within ten days after such request, the Board is empowered to and shall thereupon declare such office vacant, and such office shall be filled in accordance with the provisions of Section 7 of this Article.

## **ARTICLE IV - BOARD OF DIRECTORS**

### **Section 1. Composition**

The Board of Directors shall be composed of the officers of this chapter and the Chairman of all Standing Committees. The Parliamentary Advisor shall be a non-voting member of the Board.

### **Section 2. Duties**

- A. The Board of Directors may transact business in person, by postal mail, courier service, electronic communication, or by conference call. For adoption, any business shall require a majority vote of the Board of Directors.
- B. The Board of Directors shall prepare an annual budget, which shall be adopted at a Chapter Meeting and shall arrange for an annual audit of the financial records of the Chapter.

### **Section 3. Meetings**

The Board of Directors shall meet as required to adequately conduct the business of the Chapter. At least four meeting shall be held each year.

### **Section 4. Quorum**

The Quorum for any meeting of the Board of Directors shall be a majority.

## **ARTICLE V - COMMITTEES**

### **Section 1. Standing Committees**

Standing Committees shall be composed of a Chairman and one or more members. A committee Chairman shall preferably have been a member of this Chapter for at least one year immediately prior to being appointed.

### **Section 2. Duties**

The Standing Committees and their duties are as follows:

- A. The **BYLAWS AND STANDING RULES COMMITTEE** shall:
1. Maintain conformity in Chapter Bylaws and Standing Rules with the International Bylaws and Standing Rules and the Division Bylaws and Standing Rules.
  2. Propose amendments and resolutions.
  3. Draft/correlate all proposed amendments to the Bylaws and Standing Rules of this Chapter and submit them together with the committee's recommendations and the reasons for the recommendations to the membership in accordance with these Bylaws.
  4. When requested, submit Chapter Bylaws and Standing Rules and/or amendments thereto to the Division Bylaws and Standing Rules Committee for review.
  5. Assist the Board of Directors in preparing and submitting amendments to the International and/or Division Bylaws and Standing Rules and resolutions to the International Bylaws and Standing Rules Committee on behalf of the Chapter.

- B. The **EDUCATION COMMITTEE** shall focus on disseminating information regarding IAAP's CPS and CAP certification programs (including recertification), work with the Membership Committee and local educational institutions to promote student membership in IAAP, and administer the granting of scholarships or financial incentives/assistance, as funds allow, to members wishing to attend IAAP Wisconsin Division ("Division") and/or pursue continued education, training or certification.
- C. The **FUNDRAISING COMMITTEE** shall coordinate the Chapter's fundraising events and make recommendations to the Board of Directors for donations to Chapter, Division and International fundraising projects.
- D. The **MEMBERSHIP COMMITTEE** shall direct all activities of the Chapter concerned with the recruitment and maintenance of membership. This committee shall process all requests for membership; and shall disseminate information and communicate news relating to Chapter members as appropriate.
- E. The **PROGRAM COMMITTEE** shall arrange appropriate programs and educational activities for the membership.
- F. The **PUBLIC RELATIONS COMMITTEE** shall promote IAAP by presenting the professional image of the association through promotion of Chapter participation in community activities and special events. The committee shall prepare and distribute the official publication of this Chapter.

### **Section 3. Special Committees**

The President shall appoint Special Committee chairmen, who shall be non-voting members of the Board of Directors.

The Special Committees and their duties are as follows:

- A. The **AUDITING COMMITTEE** shall be composed of not less than three members. This committee shall make semiannual audits of the Chapter's books and submit written reports to the membership. It shall be responsible for making such other reports and/or audits as may be requested by the Board of Directors.
- B. The **NOMINATING COMMITTEE** shall consist of a Chairman and three members, all of whom shall have been members for at least two years immediately prior to selection. One member shall be appointed from the general membership by the Board of Directors at its August meeting; two members shall be elected by the membership at its September meeting; the Chairman to be appointed by the Board of Directors at its September meeting. In the event of the resignation of one or more members of this Committee after its composition, the Board of Directors shall make the necessary appointment(s).

- C. At the April meeting, the President shall announce a **TELLERS COMMITTEE** consisting of a Chairman and two (2) members if a Tellers Committee is required.
  - 1. If there is more than one candidate for any office, the committee shall be responsible for collecting the ballots and for tallying the vote.
  - 2. The Chairman of this Committee shall report the results of the election to the membership.
  - 3. The President shall then declare the Chapter Officers duly elected.

#### **Section 4. Responsibility**

All committees shall be directly responsible to the Board of Directors and shall submit all plans, prior to execution, to the Board of Directors for approval.

#### **Section 5. Term of Office**

- A. The term of Chairman shall begin July 1 and shall be for one year or until successors are selected.
- B. Chairman shall serve no more than three consecutive terms in the same office.
- C. A member shall hold no more than one Chapter Committee Chairmanship or elected office at a time.

#### **Section 6. Removal from Chairmanship**

The Board of Directors may, by a three-fourths vote of its membership, remove any Chairman for misconduct or neglect of duty. The Board of Directors shall request the resignation of such Chairman from the respective committee. If such resignation is not received by the Board of Directors within ten days after such request, the Board is empowered to and shall thereupon declare such chair vacant, and such chair shall be filled in accordance with Article III, Section 5 of these Bylaws.

### **ARTICLE VI - MEETINGS**

#### **Section 1. Regular and Annual Meetings**

- A. Regular meetings of this Chapter may be held on the second Thursday of each month between September through June. Business meetings shall be held a minimum of four times during the Chapter year.
- B. The May meeting of each year shall be the Annual Meeting of this Chapter.

- C. Officers shall be installed at the Annual meeting.
- D. There shall be no business meeting conducted in July and August.

### **Section 2. Special Meetings**

Special meetings may be called by the President, by a majority of the Board of Directors, or by one-third of the membership, provided notice specifying the principal business of the meeting is given to all members at least 10 days prior to the date of the special meeting.

### **Section 3. Quorum**

One-fifth of the membership shall constitute a quorum for the transaction of business at any meeting of the Chapter. A quorum being present, a vote of the majority of those present and voting shall constitute effective action.

## **ARTICLE VII - REPRESENTATION**

- A. The delegate to the International Convention and Education Forum shall be the incoming President of the Chapter. The outgoing President shall be the alternate. In the event the delegate cannot attend, the alternate shall become the delegate. Should the President of the Chapter serve a second term, the incoming Vice President shall be the alternate. Should the delegate, alternate, or both, be unable to attend, another officer(s) or chair(s) shall be elected by the Board to serve in their place. In the event that no officer or chair is able to attend, a delegate shall be elected by the membership to serve in their place.
- B. The delegate to the FEC (Fall Education Conference) and the Division Annual Meeting shall be the President of the Chapter. The Vice President shall be the alternate. In the event the delegate cannot attend, the alternate shall become the delegate. Should the delegate, alternate, or both, be unable to attend, another officer(s) or chair(s) shall be elected by the Board to serve in their place. In the event that no officer or chair is able to attend, a delegate shall be elected by the membership to serve in their place.
- C. It shall be the duty of the delegate to prepare, within 30 days, a written report of the proceedings of such meeting.

## **ARTICLE VIII - AUDIT**

### **Section 1. Audit**

An audit shall be made of the Chapter books and Financial Records by the Auditing Committee. Such audits shall be as December 31 and June 30 and written reports submitted to the membership.

### **Section 2. Vacancy in Office of Treasurer**

In the event of a vacancy in the office of Treasurer, an audit shall be made by the Auditing Committee. Such audit shall be completed within fifteen (15) days after receipt of the records, and a written report submitted to the Board of Directors, and the books and records transferred in accordance with instructions from the Board of Directors.

## **ARTICLE IX - DISSOLUTION**

In the event of dissolution, abandonment, or termination of the Chapter, no income, contribution, or other revenue or funds shall inure to the benefit of any individual or of any group not affiliated with IAAP. Any and all assets then possessed by the Chapter, after current indebtedness has been paid, shall go and be delivered forthwith to the International Association of Administrative Professionals and be designated to be divided equally among International Projects.

## **ARTICLE X - AMENDMENTS**

### **Section 1. Bylaws**

These Bylaws may be amended by any of the following methods:

- A. At any meeting of the Chapter by a two-thirds vote, provided the proposed amendments shall have been communicated to the members at least ten days prior to the meeting date or have been read at the previous regular meeting.
- B. By unanimous vote, if not distributed previously as required in A. of this section.

### **Section 2. Standing Rules**

- A. Standing Rules may be adopted without previous notice by a majority vote at any meeting of the Chapter.

B. Standing Rules may be amended or rescinded:

1. By a majority vote, provided the proposed amendments shall have been mailed to the members at least ten days prior to the meeting date or have been read at the previous regular meeting.
2. By a two-thirds vote without previous notice.

### **Section 3. Corrections**

Automatic grammatical, punctuation, and correlation corrections in these Bylaws and Standing Rules which in no way alter the intent of the respective Bylaw or Standing Rule shall be made by the Bylaws and Standing Rules Committee, subject to the approval of the Board of Directors.

### **Section 4. Enactment**

These Bylaws and Standing Rules and/or amendments thereto shall become effective upon adjournment of the meeting at which adopted, unless otherwise specified.

Bylaws Adopted:	May 14, 1987	Bylaws Amended:	May 1988
Bylaws Amended:	March 1990	Bylaws Amended:	June 1990
Bylaws Amended:	October 1990	Bylaws Amended:	May 1992
Bylaws Amended:	January 1994	Bylaws Amended:	June 1994
Bylaws Amended:	November 1995	Bylaws Amended:	October 1996
Bylaws Amended:	March 1997	Bylaws Amended:	May 1997
Bylaws Amended:	December 1997	Bylaws Amended:	September 1998
Bylaws Amended:	March 1999	Bylaws Amended:	January 2000
Bylaws Amended:	May 2001	Bylaws Amended:	April 2002
Bylaws Amended:	February 2005	Bylaws Amended:	April 2006
Bylaws Amended:	May 2007		
Approved by Wisconsin Division Bylaws and Standing Rules Committee:			May 2008
Bylaws Amended:	September 2008		
Bylaws Amended:	May 2009		

**Milwaukee Chapter  
International Association of Administrative Professionals®**

**STANDING RULES**

1. *Reservations*

Reservations for members and guests not cancelled with the Vice President by the published deadline are chargeable to the member or guest. No refunds shall be made of paid reservations for any meetings or chapter events unless cancellations are made by the published deadline.

2. *Records*

All records pertaining to any office are the property of the Chapter and must be transferred as directed by the Board of Directors. A person vacating an office or Chairmanship for any reason whatsoever must transfer the records as directed within 15 days.

3. *Treasurer*

Following the close of the term of office, the Treasurer shall provide the books and records to the Auditing Committee no later than July 15<sup>th</sup>.

4. *Installation*

At the time of installation, each officer may be presented with a pin emblematic of the office, which is to be passed on to the successor. If the officer wishes to keep the pin, or loses it, it shall be replaced by said officer without cost to the Chapter.

5. *Past President Recognition*

The outgoing President may be presented with a Past President's pin as a token of compensation for services rendered the Chapter. Said pin to be ordered by the Treasurer and presented by the incoming President.

6. *Change in Membership Classification*

A Professional member meeting the requirements for Professional-Merited membership may submit application for Professional-Merited membership to the Treasurer at the time of her/his retirement.

7. *Resignation of Membership*

A member may resign from this Chapter by presenting a resignation, in writing, to the Treasurer, who shall present it to the Board of Directors for approval. A resignation may not be accepted if a member is under suspension, holds Chapter files and/or property, or if dues are unpaid.

8. *Reinstatement of Membership*

An application for reinstatement shall be made by submitting a reinstatement application to the Treasurer by paying a full year's dues.

9. *Transfer of Membership*

A. A member desiring to transfer to this Chapter shall present a Certificate of Transfer from the former Chapter, together with the member's current International membership card, to the Treasurer.

B. The request of a member for transfer to another Chapter shall be in writing, addressed to the Treasurer. If such member requesting a transfer is in good standing, the Treasurer shall issue a Certificate of Transfer.

10. *Memorial*

The Membership Committee shall send a memorial to the Milwaukee Chapter Scholarship Fund in an amount of \$20.00 upon the death of a member, or a member of the immediate family (immediate family shall include husband, wife, mother, father, or child), or a relative with whom the member resides.

11. *Delegate Expense*

A. Delegate expenses shall be paid, as funds allow, by the Chapter, in the amount not exceeding that budgeted, to include meeting registration fee; transportation by the most practical and economical means; meals during function not included in meeting registration fee; transportation to and from hotel; and tips incurred for conventions and meetings such as International Convention and Education Forum, Wisconsin Division Annual Meeting, and Wisconsin Division FEC (Fall Education Conference). A per diem of \$30.00 a day will be allotted for meals. Additional activity costs not included in registration fee will be at the delegate's own expense.

B. The alternate's meeting registration fee shall be paid, as funds allow, by the Chapter. All other expenses will be at the alternate's own expense.

- C. In the event the alternate must assume the responsibilities of the delegate, the alternate's expenses from that point forward, until end of function, shall be paid by the Chapter in accordance with the policy for the delegate's expenses.
- D. The delegate and/or alternate receiving reimbursement for expenses to conventions and meetings such as International Convention and Education Forum, Wisconsin Division Annual Meeting, and Wisconsin Division FEC (Fall Education Conference) must present an itemized account of expenses to the Board of Directors within 30 days after returning.
- E. If an elected delegate/alternate is unable to attend one of the aforementioned events due to an emergency and there is insufficient time to elect another delegate/alternate, a chapter member who is already registered can step in as the delegate. If the member's expenses are already being reimbursed, such as through their employer, reimbursement from the chapter will not be paid. (amended May 2010)

12. *Registration Fees*

A. Officers:

The Chapter may, as funds allow, pay the registration fee not to exceed \$60 for each officer during each term of office for one of the following events: Division Annual Meeting, FEC (Fall Education Conference), or International Convention and Education Forum. This does not include the Chapter delegate and alternate. Funds may be used only once per fiscal year per person.

B. Committee Chairs, Co-Chairs, and Appointed Positions:

The Chapter may, as funds allow, pay the registration not to exceed \$40 for each committee chair, co-chair or special appointed person (including Parliamentary Advisor) (amended May 2010) during each term of office for one of the following events: Division Annual Meeting, FEC (Fall Education Conference), or International Convention and Education Forum. Funds may be used only once per fiscal year per person.

C. Reimbursements shall not be made under Sections A or B above, if reimbursed by employer or other source.

1. *Roster*

The roster of this Chapter is **CONFIDENTIAL**, and at no time and under no circumstances shall it be released by the Milwaukee Chapter or any of its members to any individual or organization.

It should be noted, however, that International does participate in mailings to IAAP's membership roster in total unless notified, in writing by the individual member, that the name be deleted from the list.

Standing Rules Adopted:	May 1987	Standing Rules Amended:	September 1987
Standing Rules Amended:	May 1988	Standing Rules Amended:	July 1988
Standing Rules Amended:	June 1990	Standing Rules Amended:	January 1994
Standing Rules Amended:	June 1995	Standing Rules Amended:	October 1996
Standing Rules Amended:	December 1997	Standing Rules Amended:	September 1998
Standing Rules Amended:	May 2001	Standing Rules Amended:	August 2003
Standing Rules Amended:	May 2004	Standing Rules Amended:	February 2005
Standing Rules Amended:	April 2006	Standing Rules Amended:	May 2007
Approved by Wisconsin Division Bylaws and Standing Rules Committee:			May 2008
Standing Rules Amended:	May 2010		

